

**Minutes of NSTA Board meeting on 20<sup>th</sup> November 2025**  
**10.00-15.00**  
**50 Broadway, London, SW1H 0DB**

<b>Directors</b>	<b>In attendance</b>
Liz Ditchburn Chair	Jane de Lozey (items 10 and 13) Director of Regulation
Stuart Payne Chief Executive	Sarah Steele (item 10) Legal Manager
Nic Granger Chief Information and Financial Officer	Denise Fawcett (item 10) Senior Legal Advisor
Iain Lanaghan Non-executive Director	Leanne Oxley (item 13) Head of Investigations and Enforcement
Sara Vaughan Non-executive Director	Russell Richardson General Counsel and Company Secretary
Sarah Deasley Non-executive Director	Fiona Gruber Head of Governance and Board Secretary
Vicky Dawe Shareholder Director	
Malcolm Brown Non-executive Director	

### **1. Welcome and introductions**

Liz Ditchburn welcomed directors to the meeting.

### **2. Conflicts of interest**

No conflict of interest with any agenda item, nor as a result of new appointments, was declared by any director. Nic Granger notified the board that she had been appointed Chair of The Data Lab.

### **3. Minutes and matters arising**

The board discussed and approved the minutes of the 25<sup>th</sup> September meeting, subject to one clarification being made. There were no comments on the action log.

### **4. Chair's report**

The Chair was pleased to report that DESNZ had agreed her proposal to increase NED fees, applicable to current and incoming NEDs. The recruitment campaign was launched on this basis on 12<sup>th</sup> November, with interviews expected in January 2026. Directors discussed the approach they should take if potential applicants contact them directly and the Chair agreed to clarify the NSTA's stance on pre-application discussions.

The Chair and Chief Executive had a positive discussion with Michael Shanks, Minister for Energy, at their quarterly meeting.

### **5. Committee reports**

The audit and risk committee met on 13<sup>th</sup> November, attended by independent DESNZ ARAC member Tristan Morgan, as an observer. The committee agreed the 2025-26 audit plan and timetable and affirmed the need for the accounts to be laid in Parliament before the summer recess, as usual. The Chair raised his concerns about the extent of leadership turnover in the audit teams this year and was assured that there was good continuity at working level.

The internal auditor reported good progress with the 2025-26 audit and two overdue audit items from a prior audit, which are being addressed. The IT security update provided assurance on continuous improvements to the NSTA's security posture.

A review and gap analysis of the NSTA's risk framework was largely positive. The committee accepted the recommendations and asked for the revised framework to be finalised in parallel with confirming the strategic risks, to ensure that risk reporting for the annual report is agreed at an early stage.

The remuneration committee met prior to the board meeting and discussed the Chief Executive's 2026 objectives, which will be finalised in correspondence. The committee discussed and endorsed the proposed actions on talent and succession planning.

Further to this year's board performance review, the committee discussed several staff engagement improvements and agreed to identify a lead NED for staff engagement. The committee further agreed that the ARC Chair would, effective immediately, be a nominated whistleblowing and counter fraud officer.

## **6. Safety and environment report**

The Chief Executive reported that he had sent his condolences following the death the previous Friday of a crane operator on a drilling platform working alongside the Shearwater facility. The HSE is investigating the circumstances of this tragic incident.

The board noted the content of the safety and environment report.

## **7. Chief Executive report**

The Chief Executive briefed the board on the planned closure of the Moss Moran ethylene plant in Fife, whose feedstock comes from St Fergus.

On 29<sup>th</sup> October, the Chief Executive appeared before the ESNZ Parliamentary Committee during an initial session covering UK refineries and the role of oil and gas. The committee has now launched a full inquiry on managing the future of UK oil and gas, before which the NSTA expects to be asked to appear.

All seven North Sea Transition Forum taskforces presented their priorities, key deliverables and learnings at a recent session with the Minister for Energy, which was very positively received.

## **8. 2026-27 budget strategy and Q2 finance report**

The executive presented the 2026-27 budget strategy, which is a crucial step in ensuring the NSTA can give DESNZ the levy amount by the end of December so that Statutory Instrument process can begin. They presented their recommendations and set out the background to the two proposed levy options.

As the potential for legal challenges has increased, the NSTA is seeking the legal power to establish a strategic reserve. However, as this will not be an option for 2026-27 financial year, the recommended budget seeks to mitigate the risk of higher legal costs next year.

The board discussed the paper in detail and noted the analysis undertaken and discussed at the September strategy day. The board supported the conclusion that the levy is sustainable in the short (five year) term and will be revisited on a rolling basis at each budget strategy point. The board agreed the recommended budget option of an 8.8% real cost increase in the levy, which includes a £2m legal litigation cost. In setting the levy in a fair and transparent manner, narrative explaining the

need for this funding would be set out to industry in a covering letter. The board accepted an element of risk around uncertainty of cases and noted that the final levy figure could be revisited until February 2026.

The Chair invited the board to provide any comments on the routine quarterly finance report in correspondence.

#### **9. Shareholder update**

The Shareholder Director updated the board on departmental business, including the pending consultation response.

#### **10. Change in control cases**

The Director of Regulation (DoR) presented her recommendations regarding two change in control applications for the board's decision. The model clauses in petroleum licences prohibit a change in control of a company who is a licensee without the prior consent of the NSTA. The matter had been escalated to the board pursuant to the NSTA's delegation framework.

The board carefully considered the two separate applications in detail and reached a minded to decision in respect of both applications. The board instructed the DoR to inform the applicants and relevant parties and provide them with an opportunity to make representations on the minded to decisions.

#### **11. Cyber security strategy - preparatory discussion**

The Chair invited directors to send comments to the executive in correspondence prior to the discussion of the strategy at the January 2026 board meeting.

#### **12. Hydrogen regulation: process and approach**

Due to time pressures, this item was postponed to the January 2026 board meeting.

#### **13. Enforcement delegation: renewal of delegation and review of targets**

The executive updated the board on progress with routine enforcement cases, per the delegation which came into effect on 1<sup>st</sup> January 2025. New cases are being progressed at greater pace whilst being thoroughly investigated and robustly supported by evidence. The delegation has led to cases moving to enforcement more quickly, thus allowing other matters to be prioritised. There is a clear plan for concluding legacy (pre delegation) cases and the executive is focusing on doing so.

The board thanked the executive for a comprehensive update and commended them for the enormous progress they have made. The board agreed to extend the delegation for a further year.

#### **14. Agenda planning**

The board reviewed the planner and the additional engagement events which are now planned in 2026.

There was no other business.



Chair,  
22<sup>nd</sup> January 2026